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AUSTIN B. GRAN, P.A.
ATTORNEY AT LAW

May 25, 1995

FILED
95 JUN 19 PM 2:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
Attn: Filing Section
Post Office Box 6327
Tallahassee, Florida 32314

RE: Mill House, Inc.

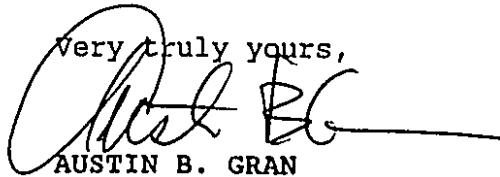
Dear Sir:

Enclosed herewith you will find the original and one copy of the Articles of Incorporation for the above-captioned corporation to be filed with your office. Also enclosed is our check in the amount of \$122.50 which includes the filing fee for the Articles of Incorporation and the designation of registered agent.

After filing the Articles of Incorporation, please return a letter of acknowledgement and the copy of the Articles of Incorporation with the filing date stamped thereon.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



AUSTIN B. GRAN

ABG/slb
Enclosures

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-06/13/95--01068--012
***122.50 ***122.50

Shirley
AUTHORIZATION BY PHONE TO
CORRECT RA
DATE 6-19
DOB EXAM 184
GAVE

6/19

ARTICLES OF INCORPORATION
OF
MILL HOUSE, INC.

ARTICLE I - NAME

The name of this corporation is MILL HOUSE, INC.
located at 963J Lillian Hwy., Pensacola, FL 32506.

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TALLAHASSEE, FLORIDA

ARTICLE II - DURATION

This corporation shall have perpetual existence
commencing on the date of this filing of these Articles with the
Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of
transacting any or all lawful business for which corporations may
be incorporated under Chapter 607, Florida Statutes, as now
exists or may after be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of
One Dollar (\$1.00) par value common stock which shall be
designated as "Common Shares."

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
stock of this corporation, shall have the right to purchase his
pro-rata share thereof (as nearly as may be done without issuance
of fractional shares) at the price at which it is offered to
others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of
this corporation is 9603 Lillian Hwy., Pensacola, Florida 32506,
and the name of the initial registered agent of this corporation
at that address is Randall H. Hooper.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director constituting
the initial Board of Directors. The number of directors may be
either increased or decreased from time to time by the bylaws;

however there shall never be less than one Director nor more than five. The names and addresses of the initial Board of Directors of the corporation are:

RANDALL H. HOOPER
9603 Lillian Hwy.
Pensacola, Florida 32506

President/Treasurer

SCOTT BISHOP
9603 Lillian Hwy.
Pensacola, Florida 32506

Vice President/Secretary

ARTICLE VIII - INCORPORATORS

The names and addresses of the Incorporators signing these articles are: Randall H. Hooper and Scott Bishop, 9603 Lillian Hwy., Pensacola, Florida 32506.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on the 5 day of May, 1995.

I WILL ACCEPT DESIGNATION AS REGISTERED AGENT


RANDALL H. HOOPER
Incorporator


SCOTT BISHOP
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Randall H. Hooper, personally known to me or who produced _____ as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 5 day of May, 1995.

Shirley L Bates
NOTARY PUBLIC, State of
Florida at Large
My commission expires:



SHIRLEY L BATES
My Commission CC430147
Expires Feb 15 1999
Bonded by HAI
800-422-1555

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Scott Bishop, personally known to me and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 5 day of May, 1995.

Shirley L Bates
NOTARY PUBLIC, State of
Florida at Large
My commission expires:



SHIRLEY L BATES
My Commission CC430147
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